

# **EXHIBIT 58**

CONFIDENTIAL INFORMATION

SUBJECT TO PROTECTIVE ORDER



December 12<sup>th</sup>, 2016

Mears Group, Inc.  
14411 West Rd, Houston,  
TX 77041, USA  
Attn. Mr. JB Brown  
Vice-President

Dear JB,

It was very nice to hear from you after a number of years, as explained in our conversation I am still engaged fully in the Venezuelan and Regional Oil & Gas Industry. At Chevron Latin America (CVX) I remain a Senior Advisor to the Company's Managing Director Geoff Strong, going into my 14<sup>th</sup> year of a 17<sup>th</sup> year non exclusive consultancy contract I subscribed with them. In other areas of Consultancy I have worked for many National and International Operating Companies in areas in which no conflict of interest exist with my main client. Recently my company Petroconsultores took on the role of providing Chemical Cleaning Services to mayor static or dynamic equipment (mostly Downstream) using a very innovative chemical product called Blast ATFM which is the first of its kind to be both biodegradable and reusable. Initial clients include Chevron and Rosneft and results could be more encouraging here.

As a professional with extensive experience working in difficult places you of all people would understand that the reason I am doing well is based on a rigorous and meticulous client selection plan, and understanding the local industry and knowing its key decision stakeholders. My 35 years in the Venezuelan Oil & Gas industry working from all perspectives; NOC, IOCs and Local Private Sector, International Private Sector, Publicly Traded or listed companies have resulted in acquiring and maintaining a niche for the Services we provide at Petroconsultores.

Getting more to the subject I promised to bring to you on more formally, and as you probably know, the Venezuelan Liquids Hydrocarbons Law mandates the State through the local NOC (PDVSA-Partner A) to hold a majority interest in any joint venture with what are called Partners

**CONFIDENTIAL INFORMATION****SUBJECT TO PROTECTIVE ORDER**

Bs. This is not the same for the Gaseous Hydrocarbon Law which allows the State to have minority interest in any association. These joint ventures are commonly denominated Empresas Mixtas (EMs) or Mixed Enterprises. The EMs contracts approved by the National Assembly grants Partners B a number of rights which included control over key operational and financial functions. It is under this sort of Agreements that many EMs have been formed to replace the former Operating Service Contracts (OSAs) and it is the only way to tap the country's large resource base.

Many big names are players in our Oil & Gas industry, among them of course Chevron, but also Russian based Rosneft and Gazprom, along with Europeans Shell, Total, Repsol, ENI, and Statoil and many Asians outfits like ONGC, CNPC along with mid size local operating companies such as Suelopetrol to name just a few. This slate is important because it is these companies that will carry the weight of the large plans to develop the Faja Petrolifera del Orinoco (Faja), which as you know has the largest independently certified proven oil reserves in the planet. More important to our case is that these companies are responsible for the carry of PDVSA in financial terms, during the development phase of all new ventures in Oil & Gas. This last condition has been a key factor in the Exchange and Fiscal terms Partner Bs are able to obtain and already in many cases have secured. For example, Companies where Partners Bs have made long term or short term financing available enjoy the benefits of a significant higher exchange rate (Dicom 667 Bs/\$) for their dollar than the current official industry Rate Dipro of 10 Bs per \$. The financing agreements have also provided Partners B with incremental control on contractual basis as the terms of each agreement conditions the cash flow of the EM to a "Water Flow" of escrows and approval of payments made under said contracts.

All the companies I listed above have these sorts of arrangements in place, for either current operations, for the new big projects scheduled to begin or those that already have begun. As I mentioned to you the Faja is planned to be developed using this mechanisms and a number of large contractual packages have already been awarded to different consortia. As an example PDVSA has, through the respective EM, awarded bids to drill 391 well in areas owned by 3 New Faja EMs: Petroindependencia (PDVSA+CVX, Suelopetrol, Mitsubishi, Impex), Petrovictoria (PDVSA+Rosneft) and Petrocarabobo (PDVSA+Repsol, ONGC) for a total estimated of 3,2 billion dollars. The split as follows:

Schlumberger+ Empresas Y&V	200 wells (with support from Halliburton and Baker Hughes) for Petrocarabobo and Petrovictoria.
Horizontal Well Drillers	191 wells for Petroindependencia.

The key person in this process on PDVSAs side in Managing Director Ruben Figuera, who has faced criticism for the lack of information flow to partners B, and has been subject to public opinion challenges for the high cost per well 6,5 million US\$, and for the lack of international experience of Horizontal Well Drillers, a rather small company for the job (see this link <http://www.jornada.unam.mx/ultimas/2016/09/21/venezuela-petrolera-estatal-adjudica-proyecto-por-3-mil-230-mdd>) so I foresee yet a number of negotiations between partnersto get aligned but let me assure you the commitment to develop this areas is absolute across the board. It will happen.

JJGM054551

**CONFIDENTIAL - ATTORNEY'S EYES ONLY****HARVEST\_RDR\_000629**

CONFIDENTIAL INFORMATION

SUBJECT TO PROTECTIVE ORDER

Going back to our exchange I see good prospects for Mears Group here and in Chevron Brazil and I fully understand the niche you want to carve out for your company as a subcontractor or a direct contractor of large IOCs. Here is where I propose we plan a small road show with key decision makers within Chevron both in Venezuela and Brazil, Rosneft, Repsol, Suelopetrol, Empresas Y&V, and a courtesy meeting with PDVSAs Ruben Figuera-Managing Director for Faja New Business, which as mentioned has the final word in clearing any companies involved even as sub-contractors. We could also present Mears Group to the Venezuelan Petroleum Chamber which will give you the chance to offer your services to those companies specialized in your area and further explore other opportunities to tap current operation you may find attractive for your Group. If you find this "Scare Crow" of tour acceptable, I would try and set up the meetings that would probably take us a weeks' time between Caracas and Puerto La Cruz. After those you could set your aim at Chevron Brazil where I without doubts will set you up with the country manager Javier La Rosa.

Finally, I ratify to you the satisfaction on you reaching out to me and trust our previous professional and personal experience are a guarantee that we can create value for both companies.

Best Regards,

JJ Garcia

**Juan José García**, President and CEO  
Petroconsultores  
Avenida Rómulo Gallegos, Torre KLM, Piso 7, Ofic.7C  
Santa Eduviguis, Chacao, Caracas, Venezuela  
Tel +58 212 284 3511 Cel +58 412 253 9819  
Mail to: [jjgm@ptrcon.com](mailto:jjgm@ptrcon.com)